

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>  <b>FIELDWOOD ENERGY III LLC, <i>et al.</i>,</b>  <b>Post-Effective Date Debtors.<sup>1</sup></b>	<b>§ § § § §</b>	<b>Chapter 11</b>  <b>Case No. 20-33948 (MI)</b>  <b>(Jointly Administered)</b>
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**ORDER SUSTAINING PLAN ADMINISTRATOR’S ELEVENTH OMNIBUS  
OBJECTION TO PROOFS OF CLAIM PURSUANT TO SECTION 502(b) OF THE  
BANKRUPTCY CODE AND RULE 3007 OF THE FEDERAL RULES OF  
BANKRUPTCY PROCEDURE**

**(EQUITY INTERESTS)**

[Related Docket No. \_\_\_\_]

Upon the *Plan Administrator’s Eleventh Omnibus Objection to Proofs of Claim Pursuant to Section 502(b) of the Bankruptcy Code and Rule 3007 of the Federal Rules of Bankruptcy Procedure (Equity Interests)* (the “Objection”)<sup>2</sup> of the administrator of the chapter 11 plan (the “Plan Administrator”) of the above-captioned post-effective date debtors (collectively, the “Debtors,” as applicable, and after the effective date of their plan of reorganization, the “Post-

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<sup>1</sup> The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the “Post-Effective Date FWE I Subsidiaries”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

Effective Date Debtors”), seeking entry of an order (this “Order”) disallowing the Equity Proofs of Claim identified on **Schedule 1** attached hereto, it is **HEREBY ORDERED THAT**:

1. Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007, each Equity Proof of Claim on **Schedule 1** to this Order is disallowed to the extent specified therein.

2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each Equity Proof of Claim and the objections by the Plan Administrator to each Equity Proof of Claim identified in **Schedule 1** constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Equity Proof of Claim.

4. Except as otherwise provided in this Order, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated: \_\_\_\_\_, 2022

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MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

Fieldwood Energy LLC and its affiliated  
Debtors  
Case No. 20-33948

Schedule 1 - Equity Claims

CreditorName	Address	Claim #	Debtor Entity	Asserted Secured	Asserted Admin	Asserted Priority	Asserted Unsecured	Asserted Total	Basis for claim
DeWolfe, Brandon	5403 N. Ossineke Dr. Spring, TX 77386	656	Fieldwood Energy Inc.	0.00	0.00	0.00	10,500.00	10,500.00	Claimant seeking recovery for 1,500 Restricted Common Shares owned
Thixton, Daniel	4255 Childress Street Houston, TX 77005	392	Fieldwood Energy LLC	0.00	0.00	0.00	600,000.00	600,000.00	Claimant seeking recovery for capital contribution for Limited Partnership (2% Equity Partner Share)